

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

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ABU DHABI COMMERCIAL BANK	:
AND KING COUNTY, WASHINGTON,	:
Together and on Behalf of All Others	:
Similarly Situated,	:
	:
Plaintiffs,	:
	:
- against -	:
	:
MORGAN STANLEY & CO.	:
INCORPORATED, ET AL.,	:
	:
Defendants.	:
	:
-----X	

08 Civ. No. 7508 (SAS)

**ECF Case**

**NOTICE OF MOTION TO DISMISS THE AMENDED COMPLAINT PURSUANT TO  
FEDERAL RULES OF CIVIL PROCEDURE 8(a), 9(b) AND 12(b)(6)**

PLEASE TAKE NOTICE that, upon the accompanying Memorandum of Law, the annexed Declaration of James P. Rouhandeh and the exhibits thereto, and all the pleadings and proceedings herein, defendants Morgan Stanley & Co. Incorporated, Morgan Stanley & Co. International Limited (n/k/a Morgan Stanley & Co. International plc), The Bank of New York Mellon, and QSR Management Limited hereby move this Court before the Honorable Shira A. Scheindlin, United States District Judge for the Southern District of New York, at the United States Courthouse located at 500 Pearl Street, Courtroom 15C, New York, New York 10007, for an order, pursuant to Federal Rules of Civil Procedure 8(a), 9(b) and 12(b)(6), dismissing the amended complaint in the above-captioned action and granting such further relief as the Court deems proper and just.

Morgan Stanley & Co. Incorporated, Morgan Stanley & Co. International Limited, The Bank of New York Mellon, and QSR Management Limited respectfully request oral argument on this motion.

Dated: May 18, 2009  
New York, New York

DAVIS POLK & WARDWELL

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